

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF UTAH

DEFENDANTS.

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**AMENDED COMPLAINT**  
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Case No: 2:11-cv-00526-SA  
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Magistrate Judge: Samuel Alba  
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Plaintiff, Securities and Exchange Commission (the “Commission”) for its complaint against Defendants Copper King Mining Corp (“Copper King”), Mark D. Dotson (“Dotson”), Alexander Lindale, LLC (“Alexander Lindale”), Wilford R. Blum (“Blum”), and Stephen G. Bennett (“Bennett”), alleges as follows:



## INTRODUCTION

1. This matter involves the preparation, publication, and issuance of materially false and misleading press releases and public statements by Copper King and Dotson; the illegal offer and sale of unregistered securities by all of the defendants; the preparation and submission of materially false stock tradability opinion letters by Bennett, a disbarred attorney; and two defendants, Alexander Lindale and Blum, acting as unregistered brokers or dealers.

2. Copper King is a publicly traded Nevada corporation headquartered in Milford, Utah. Copper King's securities are quoted on OTC Link (previously, "Pink Sheets"), operated by OTC Markets Group, Inc. Copper King is in the business of mining and recovering copper, gold, silver and other marketable metals.

3. Dotson acted as the President and Chief Executive Officer of Copper King from January 2008 through March 2010, when he was removed from these positions as a result of, among other things, the actions alleged in this Complaint. Dotson authored and distributed false and misleading information in press releases and on Copper King's Internet website regarding the company's ability to produce revenue, its ability to extract significant amounts of copper and other metals, its receipt of an irrevocable purchase order for its copper, and its receipt of a firm funding commitment for \$100 million to pay for mining operations and to build an ore processing mill.

4. Alexander Lindale is a public relations firm located in Midvale, Utah. Blum is the owner of Alexander Lindale who has been a long-time stock promoter in Utah. In January 2008, Dotson retained Alexander Lindale and Blum to provide and/or obtain financing for Copper King and to conduct public relations services for the company, including the issuance of press releases designed to create a demand for investors to buy Copper King stock.



5. From January 2008 through May 1, 2008, Dotson knowingly provided false and misleading information to Alexander Lindale and Blum regarding the Copper King mine and milling operations. Blum, allegedly relying on this misleading information, in turn distributed false and misleading press releases to the newswire service and had the false press releases posted on internet financial websites.

6. Beginning in January 2008 and continuing through January 2010, Dotson caused to be issued additional false press releases. Additionally, Copper King, Dotson, Alexander Lindale, and Blum conducted numerous unregistered offerings and distributions of Copper King stock. Alexander Lindale and Blum were assisted by Bennett in the unregistered distribution of Copper King's stock by providing bogus stock tradability opinion letters.

7. Through the activities detailed in this Complaint, defendants Copper King, Dotson, Alexander Lindale, Blum and Bennett have engaged in, and unless enjoined will continue to engage in, directly or indirectly, transactions, acts, practices, and courses of business which constitute violations of Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77e(a) and (c)].

8. Furthermore, defendants Copper King, Dotson, and Bennett have engaged in, and unless restrained and enjoined will continue to engage in, directly or indirectly, transactions, acts, practices, and courses of business which constitute violations of Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)], and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

9. Defendants Alexander Lindale and Blum have also engaged in, and unless restrained and enjoined will continue to engage in, directly or indirectly, transactions, acts,



practices, and courses of business which constitute Violations of Section 15(a) of the Exchange Act [15 U.S.C. § 780(a)].

10. The Defendants' conduct occurred in connection with the offer, purchase, and sale of Copper King securities.

#### **JURISDICTION AND VENUE**

11. This Court has jurisdiction over this action pursuant to Sections 20(b), 20(d) and 22(a) of the Securities Act [15 U.S.C. §§ 77t(b), 77t(d) and 77v(a)] and Sections 21(d)(3), 21(e) and 27 of the Exchange Act [15 U.S.C. §§ 78u(d)(3), 78u(e) and 78aa].

12. Defendants, directly or indirectly, have made use of the mails, means or instruments of transportation or communication in interstate commerce, or means or instrumentalities of interstate commerce in connection with the transactions, acts, practices and courses of business described in this Complaint.

13. Venue over this action is proper pursuant to Section 22(a) of the Securities Act and Section 27 of the Exchange Act [15 U.S.C. §§ 77v(a) and 78aa] because certain of the transactions, acts, practices and courses of business alleged in this Complaint took place in this district and because certain of the defendants reside in and transact business in this district.

#### **DEFENDANTS**

14. **Copper King Mining Corp.** ("Copper King") is a Nevada corporation with its principal place of business in Milford, Utah. Its securities are quoted on OTC Link (previously, "Pink Sheets") operated by OTC Markets Group, Inc. Copper King is in the business of mining and recovering copper, gold, silver and other marketable metals.

15. **Mark D. Dotson** ("Dotson"), age 52, is a resident of Milford, Utah. In January 2008, Dotson became the President and CEO of Copper King. Later, on March 16, 2010,



Copper King's Board of Directors removed Dotson as an officer and a director of the company for mismanagement.

16. **Alexander Lindale, LLC** ("Alexander Lindale"), is a Minnesota limited liability company with its principal place of business in Midvale, Utah. Alexander Lindale provides public relations and financing for small start-up companies.

17. **Wilford R. Blum** ("Blum"), age 58, is a resident of Salt Lake City, Utah, and is the general manager of Alexander Lindale. Blum has been self-employed as a stock promoter and has acted as a consultant in assisting private companies to become publically traded entities for many years.

18. **Stephen G. Bennett** ("Bennett"), age 52, is a resident of Merrimack, New Hampshire. Bennett was an attorney licensed in Utah, but was disbarred on November 20, 2001 for commingling client funds with his personal bank accounts. Bennett provided stock tradability opinion letters to Copper King which stated Alexander Lindale could have unrestricted Rule 504 stock issued to it pursuant to a purported transactional exemption provided under Minnesota state securities law.

### **BACKGROUND**

19. In December 2007, Dotson, the President and CEO of Western Utah Copper Company ("WUCC"), a private Utah mining company, was attempting to locate financing in order to raise operating capital to purchase mining equipment, drill for mineral deposits, remove ore from its open pit mine, and build an ore processing mill to extract copper, gold and silver.

20. Dotson was referred to Blum and his company Alexander Lindale, as a company that could locate and/or provide financing and conduct public relations services for Copper King.



21. Blum told Dotson he could arrange for WUCC to be acquired by Copper King, a publically traded shell company. Blum also said he could raise sufficient money to fund the mining operations and to build the ore processing mill by selling unrestricted Copper King stock through a private placement exemption provided under Rule 504 of Regulation D of the Securities Act.

22. On approximately January 10, 2008, Dotson signed a "Binding Letter of Agreement" whereby Copper King acquired WUCC and all of its assets by issuing Copper King stock to WUCC's existing shareholders, including over 51% of Copper King's stock to Dotson, giving him the controlling stake in Copper King. WUCC became a subsidiary of Copper King.

23. The agreement also required Dotson to enter into a contract with Alexander Lindale whereby Alexander Lindale would provide financing to Copper King and would conduct public relations efforts to create investor demand for the company's stock. In turn, Alexander Lindale and Blum retained, and improperly paid, contractors with unrestricted Copper King stock, to hire television celebrities to appear on radio talk shows and in infomercials endorsing and touting the merits of investing in the company.

24. Alexander Lindale and Blum also arranged for Copper King to be publicized on billboards throughout various Western states and to author and issue press releases that emphasized the purported value and quantity of precious metals that could be extracted and processed from Copper King's mining and milling operations.

#### **FRAUDULANT MISREPRESENTATIONS AND OMISSIONS**

25. In February 2008, Dotson, on behalf of Copper King, posted false and misleading information on the company's Internet website claiming, among other things, (1) the company expected to extract over 230 million pounds of copper, 11.5 million ounces of silver and 115,100



ounces of gold within five years; (2) the value of the metals extracted within the five year period of time would exceed \$1.21 billion; (3) within the first five years of operation, the company's mill would be capable of processing 2,500 tons of ore per day; and (4) the company's mining and milling operations would enable the company to produce almost \$282,100 in daily revenue or \$102,966,500 annually.

26. Dotson knew that these claims were false and misleading. In fact, Dotson knew that Copper King was permitted to mine only a single twenty acre parcel and that the productive life of the mine site was only two years, not ten as stated on the company's Internet website.

27. As President and CEO, Dotson further knew that the mill had no operational history or process to extract copper, gold, and silver from the ore. As a result, Dotson knew that it was misleading to assign recovery amounts and market values to these supposed recoveries. In addition, Dotson knew the mill could not process 2,500 tons of ore per day as the mill did not have, among other things, a sufficient water supply to process the ore through the milling cycle.

28. On February 5, 2008, Alexander Lindale, on behalf of Copper King, issued a press release stating "Kataman Metals of St. Louis, Missouri, has provided an irrevocable purchase order for the life of the mine to purchase all metals produced at the mine." This press release was false and misleading because Copper King never had a valid purchase order or contract with Kataman Metals, LLC ("Kataman"). Dotson knew the press release was false and misleading, and Kataman's President in fact instructed Dotson to withdraw the press release because no contract existed between the two companies.

29. On March 24, 2008, Alexander Lindale on behalf of Copper King issued a press release stating that "contractors have begun construction of the power lines into the [ore] processing mill site. Power poles have been delivered and the line has been laid out." This press



release was false and was intended to convince investors that the mill was close to completion. In fact, there were no power poles laid out to the mine. Dotson knew the press release was false and misleading, which he subsequently admitted to other members of Copper King's Board of Directors.

30. On June 3, 2008, Dotson authored and issued a false and misleading press release claiming that an entity named OCS Capital Group, LLC ("OCS"), of Albuquerque, New Mexico, had agreed to provide \$100,000,000 in financing to Copper King. Dotson explained that OCS had obtained a long-term financing commitment that would be drawn against federal revenue bonds that would, in turn, be purchased by OCS's investment banking house. This financing commitment was supposed to provide a capital infusion into Copper King to build its ore processing mill and expand its mining operations.

31. Dotson knew that these representations regarding OCS's alleged financing agreement with Copper King were false. In fact, Dotson had specifically been told by OCS's president that OCS had no means of obtaining financing of any kind. OCS's president further informed Dotson that the claims made in the press release were false and misleading.

32. The misrepresentations in the above described press releases were material.

#### **UNREGISTERED OFFERING AND DISTRIBUTION OF COPPER KING STOCK**

33. In an effort to obtain financing for the company, Copper King, Dotson, Blum, and Alexander Lindale decided to offer and sell Copper King stock pursuant to Rule 504 of Regulation D. Rule 504 provides companies with the ability to sell up to \$1 million of stock in a twelve month period beginning from the date stated on Form D. The stock issued under this transaction exemption should bear a "restricted" legend unless an exemption from registration applies. Through the actions described below, the defendants misused the Regulation D, Rule



504 offerings, ignoring or circumventing the specific requirements and limitations imposed by the Rule and thereby violating the securities laws.

34. On December 26, 2007, Blum filed a Form D with the Commission indicating that a Rule 504 offering was going to occur under Regulation D. At the same time, Blum acquired 15 million purportedly unrestricted shares from Copper King as payment for Alexander Lindale's services to Copper King. Blum valued the shares issued to him at \$150,000. In January 2008, Blum, on behalf of Alexander Lindale, signed four additional Subscription Agreements stating his company had purchased 42 million unrestricted shares of Copper King, again purportedly issued under Rule 504 of Regulation D of the Securities Act, for a total of \$987,000 in cash or services.

35. As a result of these five stock transfers, Blum and Alexander Lindale purportedly paid Copper King \$1,137,000 either in the form of cash or through services rendered beginning in December 2007 and continuing through January 2008. Copper King therefore exceeded the \$1 million limit provided by Rule 504 by \$137,000.

36. These five transfers were only the beginning, however. From March through December 2008, Blum signed ten additional Subscription Agreements with Copper King through which Alexander Lindale allegedly purchased an additional 233 million shares of purportedly unrestricted Copper King stock, all transfers allegedly made under Rule 504 of Regulation D. Blum and Alexander Lindale claim to have paid the company \$1,332,400 for the stock. The payments were again allegedly made either through cash or, more particularly, services rendered by Blum and Alexander Lindale.

37. In 2009, Alexander Lindale accelerated its purchases of Copper King stock. From January through August 2009, Alexander Lindale submitted seventeen Subscription Agreements



to Copper King and purportedly purchased 676,750,000 unrestricted shares under Rule 504 for \$1,583,250 in cash or services. From September 2009 to February 2010, under the terms of five convertible notes, Alexander Lindale purportedly paid Copper King \$3,295,151 in cash or services for 1,095,286,664 unrestricted shares of Copper King stock.

38. The transfers of stock from January through December 2008 exceeded the \$1 million offering limit within a twelve month period imposed by Rule 504 of Regulation D. Copper King continued to exceed this \$1 million limit under Rule 504 through its 2009 stock sales.

39. In each Subscription Agreement Blum represented that Alexander Lindale was buying Copper King stock with investment intent and not with a view to distribute the stock to the public, as required under Rule 504. However, these claims made in the Subscription Agreements were false. Within hours of having Copper King stock issued to Alexander Lindale, Blum immediately began to distribute or resell Copper King stock to individual investors and entities.

40. Alexander Lindale's accounting and bank records show a total of \$12,280,419 in proceeds were raised by Blum's selling Copper King stock from 2008 through 2010. Of this amount, Blum paid Copper King a total of \$9,063,567 in cash or services. Alexander Lindale, in turn, kept income totaling \$3,291,352 from these sales of Copper King stock. Alexander Lindale's brokerage accounts also show Blum made an additional \$264,495 in proceeds through his sale of Copper King stock.

#### **BENNETT'S ROLE IN THE UNREGISTERED DISTRIBUTION OF COPPER KING STOCK**

41. Bennett, a disbarred Utah attorney, was a necessary and a substantial factor in facilitating the unregistered distribution of Copper King stock. In December 2007, at the



inception of the scheme to issue stock and raise funds, Bennett prepared a bogus "form" stock tradability opinion letter for Copper King which represented that Minnesota state securities laws allowed the company to offer and sell unrestricted Rule 504 stock to Alexander Lindale because Blum's company was an accredited investor and a resident of Minnesota.

42. Bennett downloaded the stock tradability letter, which included his electronic signature, onto a UBS jump drive and mailed it to Blum for him to use.

43. Bennett's stock tradability opinion letter misrepresented Bennett's status as an attorney. Bennett knew he had lost his license to practice law. That misrepresentation was material. Bennett further knew that his tradability opinion letter would be used and relied upon by Copper King's transfer agent in effecting the stock transfers from Copper King to Alexander Lindale and Blum. The transfer agent would not have relied upon Bennett's opinion had it known Bennett had been disbarred. Recognizing that his letter was improper and contained materially false and untrue representations, Bennett claims that he told Blum not to use his stock tradability letter after January 2008.

44. After January 2008, Bennett had no further involvement with Copper King. Despite being told not to use Bennett's stock tradability letter, Blum subsequently submitted thirty duplicates of Bennett's stock tradability letters which included Bennett's signature on each letter. The only changes Blum made to each letter was to update the date the letter was issued, the number of shares of Copper King stock that were being sold to Alexander Lindale, and the price being paid for the unrestricted shares.

45. Blum attached Bennett's stock tradability letters to the Subscription Agreements along with Dotson's corporate resolution authorizing unrestricted Rule 504 stock to be issued to Alexander Lindale. Blum then submitted these documents to Copper King's transfer agent



which then issued Alexander Lindale unrestricted Rule 504 stock. Once the stock was issued, Blum repeatedly resold Copper King stock both privately and into the market to fund Copper King's operations as well as paying for Blum's and Alexander Lindale's public relations and capital financing services.

**ALEXANDER LINDALE AND BLUM ACTED AS UNREGISTERED DEALERS**

46. Alexander Lindale and Blum acted as unregistered dealers. Beginning in December 2007 through January 2010, Alexander Lindale and Blum held themselves out as being able to raise funds to develop Copper King's mine and milling operations by selling the company's stock on a continuous basis into the public market in a principal capacity.

47. Alexander Lindale, acting through Blum, acquired a significant inventory of Copper King shares, as evidenced by the multiple Subscription Agreements, and then distributed those shares to the public while creating a public demand for the company's shares through their promotional activities.

48. Alexander Lindale and Blum were in the business of providing fund raising services to small public companies and had performed the same or similar fund raising services, involving the acquisition and sale of stock, to other companies that they performed for Copper King.

49. During the relevant time period, Alexander Lindale and Blum were not associated with any registered broker or dealer.

**FIRST CAUSE OF ACTION**

**OFFER AND SALE OF UNREGISTERED SECURITIES**

**Violations of Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. § 77e(a) & 77e(c)]**

50. Plaintiff Commission repeats and realleges Paragraphs 1 through 49 above. Defendants, Copper King, Dotson, Alexander Lindale, Blum, and Bennett, and each of them, by



engaging in the conduct described in paragraphs 1 through 49 above, directly or indirectly, through use of the means or instruments of transportation or communication in interstate commerce or the mails, offered to sell or sold the common stock of Copper King or, directly or indirectly, carried such securities through the mails or in interstate commerce, for the purpose of sale or delivery after sale.

51. No registration statement has been filed with the Commission or has been in effect with respect to these securities.

52. By reason of the foregoing, the defendants, directly or indirectly violated, and unless enjoined will continue to violate, Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)].

**SECOND CAUSE OF ACTION**  
**EMPLOYMENT OF DEVICE, SCHEME, OR ARTIFICE TO DEFRAUD**  
**Violation of Sections 17(a)(1) of the Securities Act [15 U.S.C. § 77q(a)]**

53. Plaintiff Commission repeats and realleges Paragraphs 1 through 49 above.

54. Defendants Copper King, Dotson, and Bennett, and each of them, by engaging in the conduct described in paragraphs 1 through 49 above, directly or indirectly, in the offer or sale of securities, by the use of means or instruments of transportation or communication in interstate commerce or of the mails, with scienter, employed devices, schemes, or artifices to defraud.

55. By reason of the foregoing, defendants, Copper King, Dotson, and Bennett, directly or indirectly, violated, and unless restrained and enjoined will continue to violate 17 (a) (1) of the Securities Act [15 U.S.C. § 77q(a)].

**THIRD CAUSE OF ACTION**  
**FRAUD IN THE OFFER AND SALE OF SECURITIES**  
**Violations of Section 17(a)(2) and (3) of the Securities Act**  
**[15 U.S.C. § 77q(a)(2) and (3)]**

56. Plaintiff Commission repeats and realleges Paragraphs 1 through 49 above.



61. By reason of the foregoing, defendants Copper King, Dotson, and Bennett, directly or indirectly, violated, and unless restrained and enjoined, will continue to violate Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

**FIFTH CAUSE OF ACTION**  
**OFFER AND SALE OF SECURITIES BY AN**  
**UNREGISTERED BROKER OR DEALER**  
**Violation of Section 15(a) of the Exchange Act [15 U.S.C. § 78o(a)]**

62. The Commission realleges and incorporates by reference the allegations contained in Paragraphs 1 through 49, above.

63. Defendants, Alexander Lindale and Blum, directly or indirectly, made use of the mails or the means or instrumentalities of interstate commerce to effect transactions in, or to induce or attempt to induce the purchase and sale of, securities in Copper King without being registered as a dealer with the Commission or associated with a broker or dealer registered with the Commission.

64. By reason of the foregoing, Defendants Alexander Lindale and Blum violated, and unless restrained and enjoined will continue to violate, Section 15(a) of the Exchange Act [15 U.S.C. 78o(a)].

**RELIEF REQUESTED**

WHEREFORE, the Commission respectfully requests that this Court:

**I**

Issue findings of fact and conclusions of law that the Defendants committed the violations charged herein.

**II**



Issue, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, orders permanently enjoining Defendants Copper King, Dotson, Alexander Lindale, Blum, and Bennett their officers, agents, servants, employees, attorneys, and accountants, and those persons in active concert or participation with any of them, who receive actual notice of the order by personal service or otherwise, and each of them, from engaging in the transactions, acts, practices and courses of business described herein, and from engaging in conduct of similar purport and object in violation of Section 5(a) and 5(c) of the Securities Act.

### III

Issue, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, orders permanently enjoining and restraining Defendants Copper King, Dotson, and Bennett, and each of them, and their officers, agents, servants, employees, attorneys, and accountants, and those persons in active concert or participation with any of them, who receive actual notice of the order by personal service or otherwise, and each of them, from engaging in transactions, acts, practices, and courses of business described herein, and from engaging in conduct of similar purport and object in violation of Section 17(a) of the Securities Act, and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.

### IV

Issue, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, orders permanently enjoining and restraining Defendants Alexander Lindale, Blum, and Bennett, and each of them, and their officers, agents, servants, employees, attorneys, and accountants, and those persons in active concert or participation with any of them, who receive actual notice of the order by personal service or otherwise, and each of them, from engaging in transactions, acts,



practices, and courses of business described herein, and from engaging in conduct of similar purport and object in violation of Section 15(a) of the Exchange Act.

**V**

Enter an order permanently barring Dotson, Alexander Lindale, Blum and Bennett from participating in an offering of a penny stock under Section 20(g) of the Securities Act and Section 21(d)(6) of the Exchange Act.

**VI**

Enter an order directing Defendant Blum to disgorge all ill-gotten gains received during the period of violative conduct and pay prejudgment interest on such ill-gotten gains.

**VII**

Grant such further equitable relief as this Court deems just, appropriate, and necessary.

**VIII**

Retain jurisdiction of this action in accordance with the principles of equity and the Federal Rules of Civil Procedure in order to implement and carry out the terms of all orders and decrees that may be entered, or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

Dated this 10th day of June, 2011.

Respectfully submitted,

/s/ Daniel J. Wadley  
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